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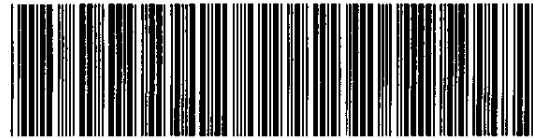
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10 OCT -8 PM 4:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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October 01, 2010

Secretary of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

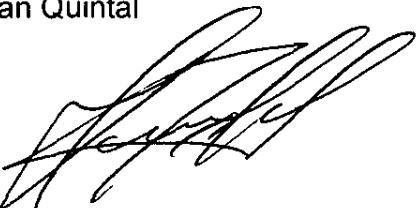
Re.: The Quintal Foundation, Inc., a Florida Not For Profit Corporation

Gentlemen:

Enclosed find copy of Articles of Incorporation of The Quintal Foundation, Inc. Our check for \$70.00 is enclosed. Please process the incorporation immediately.

Regards,

Juan Quintal

A handwritten signature in black ink, appearing to read 'Juan Quintal', with a stylized, cursive script.

jq/ms

.enclosures

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AND
FILED
10 OCT -8 PM 4:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF
THE QUINTAL FOUNDATION, INC**
A FLORIDA NOT FOR PROFIT CORPORATION

I (We), the undersigned, with other persons being desirous of forming a corporation for charitable purposes under the provisions of Chapter 617 of the Florida statutes do agree to the following:

Article I. NAME

The name of this corporation is The Quintal Foundation, Inc. (hereinafter the "Corporation").

Article II. PRINCIPAL OFFICE

The address of the principal office of this Corporation is located at 4905 SW 74 CT, Miami, Florida 33155 and the mailing address is P.O. Box 431650, Miami, FL 33243-1650.

Article III. PURPOSE

The Corporation is organized as a corporation not for profit under the "Florida Not For Profit Corporation Act" and shall operate exclusively for religious, charitable and educational purposes within the meaning of and shall be qualified as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 as amended (hereinafter the Code) the specific purposes of the Corporation are:

- a) To provide social welfare services in the State of Florida;
- b) To establish, receive and maintain a fund for the religious, charitable, educational and operational support and benefit of the Corporation; to that end, to take and receive by gift, grant, bequest, devise or otherwise any and all property of any sort or nature, without limitation as to amount or value, and to manage, administer, invest, reinvest, and dispose of the same; to establish and administer restricted and/or endowment funds; from time to time pay and apply the funds and property of the Corporation, including the principal as well as income thereof, for religious, charitable, educational and operational support and benefit of the Corporation;
- c) Subject to the limitations and conditions contained in any gift, devise or bequest, to invest its funds in such mortgages, bonds, debentures, shares of preferred and

common stock and other securities and property as its directors shall deem advisable, and to that end to purchase, sell, mortgage, lease, pledge, encumber, assign and transfer the same;

- d) To the extent permitted by law, to do everything necessary or proper for the carrying out of the foregoing purposes.

Article IV. TERM OF EXISTENCE

This corporation shall have perpetual existence.

Article V. INCORPORATOR(S)

The name and address of the person signing these Articles of Incorporation is Juan Quintal whose address shall be the principal office of the Corporation.

Article VI. OFFICER(S)

Section 1. The officers of the Corporation shall be a President, one or more Vice Presidents, a Secretary, a Treasurer, any additional Assistant Secretaries or Assistant Treasurers, and such other officers as may be provided in the Bylaws. A person may hold more than one position at a time.

Section 2. The names of the persons who shall serve as officer(s) of the Corporation until the first meeting of the Board of Directors are:

President:	Juan Quintal
Treasurer:	Juan Quintal
Secretary:	Juan Quintal

whose addresses shall be the same as the principal office of the Corporation.

Section 3. The officers shall be elected at the annual meeting of the Board of Directors or as provided in the Bylaws.

Article VII. BOARD OF DIRECTOR(S)

This corporation shall have five (5) director(s). However, the number may be increased or decreased as set forth in the Bylaws that may be adopted from time to time. However, in no event shall the number of director(s) be less than one.

The director(s) of the Corporation shall be:

Juan Quintal

whose addresses shall be the same as the principal office of the Corporation.

Article VIII. MANAGEMENT OF CORPORATION BY DIRECTOR(S)

Management of the Corporation shall be carried out by the Board of Directors; however, the day to day affairs shall be carried out by the officers of the Corporation as identified in the Bylaws. Any salaries, wages, together with fringe benefit or other forms of compensation (housing, transportation, and other allowance) paid to or provided our employees, agents, directors, or officers will not exceed a value which is reasonable and commensurate with the duties and working hours associated with such position, duties or employment and with the compensation ordinarily paid persons similar circumstances.

Article IX. MEETING BY CONFERENCE TELEPHONE

The officers and directors of the Corporation may participate in special or regular meetings of said individuals by means of conference telephone as provided by law.

Article X. LIMITATIONS ON ACTIVITIES

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to, any director, officer of the Corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no director or officer of the Corporation, or any other private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation, provided, however, the Corporation may confer benefits in the form of contributions in dissolution or otherwise, upon a not-for-profit Corporation described in Section 501 (c)(3) of the Code. No substantial part of the activities of the Corporation shall be carrying on of propaganda or otherwise attempting to influence and the Corporation shall not participate in or intervene in any political campaign (including the publication or distribution of statements) on behalf of any candidate for public office.

Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by any organization exempt from taxation under Section 501 (c)(3) of the Code, or by an organization contributions to which are deductible under section 170 (c)(2) of the Code (or the corresponding provision of any future United State Internal Revenue Law).

Article XI. DISTRIBUTION OF ASSETS UPON DISSOLUTION

No person, firm or organization shall ever receive and dividends or profits from the undertaking of this Corporation.

This Corporation may be dissolved in accordance with the laws of the State of Florida, pursuant to the plan of dissolution and distribution of assets proposed by the Board and adopted by the directors. In the event that the Corporation is dissolved, the remaining assets and income, after payment of all liabilities and obligations of the Corporation and all costs and expenses incurred by it in connection with such dissolution, shall be conveyed to such other organizations exempt under Section 501 (c)(3) of the Code as the directors shall select.

Article XII. CONDUCT OF AFFAIR(S)

The business and affairs of the Corporation, shall be conducted in manner consistent with the code of Canon Law, the religious directives and all applicable directives and teachings of the Roman Catholic Church, and the provisions of the Articles of Incorporation and Bylaws of this Corporation

Article XIII. POWER OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

Article XIV. BYLAWS

The Board of Director shall adopt the Bylaws for the conduct of the Corporation's business and the carrying out of its purposes as they may deem necessary or appropriate.

The Bylaws made be amended, altered, restated or rescinded by the Board of Director of this Corporation at any regular meeting or special meeting called for that purpose.

Where the Bylaws are inconsistent with the terms of these Articles of Incorporation, the terms of the Articles of incorporation shall prevail.

Article XV. AMENDMENT

These Articles of Incorporation may be amended by the Board of Directors of this Corporation at any regular or special meeting called by the Board for that purpose.

Article XVI. REGISTER AGENT

The name of the registered agent and the street address of the registered office of the Corporation is Juan Quintal whose address shall be the principal office of the Corporation.

Article XVII. EFFECTIVE DATE

The Corporation effective date will be October 01, 2010.

Article XVIII. INDEMNIFICATION

The Corporation shall indemnify a director or officer of the Corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer is or was a director or officer of the Corporation against reasonable attorney fees and expenses incurred by the director or officer in connection with the proceeding. The Corporation may indemnify an individual made a party to a proceeding because the individual is or was a director, officer, employee or agent of the Corporation against liability if authorized in the specific case after determination, in the manner required by the board of directors, that indemnification of the director, officer, employee or agent, as the case may be, is permissible in the circumstances because the director, officer, employee or agent has met the standard of conduct set forth by the board of directors. The indemnification and advancement of attorney fees and expenses for directors, officers, employees or agents of the Corporation shall apply when such persons are serving at the Corporation's request while a director, officer, employee or agent of the Corporation, as the case may be, as director, officer, partner, trustee, employee or agent of another foreign or domestic Corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation. The Corporation also may pay for or reimburse the reasonable attorney fees and expenses incurred by a director, officer, employee or agent of the Corporation who is a party to a proceeding in advance of final disposition of the proceeding. The Corporation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a

director, officer, employee or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law. All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a director, officer, employee or agent of the Corporation or the ability of the Corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to "director", "officer", "employee" and "agent" shall include the heirs, estates, executors, administrators and personal representatives of such persons.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 30th day of October, 2010.


Juan Quintal, Incorporator

10 OCT - 8 PM 4: 43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
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ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent contained in the foregoing Articles of Incorporation. I am familiar with and accept the obligations of Section 617.0503 Florida Statutes, as the same may apply to the Corporation; and I further agree to comply with the provision of Florida Statutes, Section 48.091 and all other statutes as the same may apply to the Corporation relating to the proper and complete performance of my duties as Registered Agent.


Juan Quintal, Register Agent